

C O B A

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November 17, 1955

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CONCORD, N.H.

Mr. Harry E. Jackson
Deputy Secretary of State
State House
Concord, New Hampshire

Dear Harry:

In reply to your inquiry of November 8, 1955 relative to Page Belting Company, a corporation incorporated by special act of the legislature, in which you ask whether or not such corporations are permitted to buy up some of their outstanding stock and hold it as treasury stock, or possibly reissue it later at no less than at the price at which it was redeemed, I advise as follows.

RSA 294:28 grants such power to corporations "formed under the provisions of this chapter." The chapter referred to was formerly Revised Laws, chapter 274, relating to business corporations.

By RSA 294:122 "every corporation chartered by the legislature or organized under any law of this state, whose general objects of incorporation are such as may be exercised by a business corporation organized hereunder and the stockholders, directors, and officers of every such corporation, shall be subject to the provisions of this chapter so far as applicable, and shall be entitled to the powers, privileges, and immunities, and shall be subject to the duties, liabilities, and obligations herein provided, and not otherwise, in all respects as if said corporation were organized under the provisions hereof." The "hereof" referred to likewise referred to said chapter 274 of the Revised Laws, now chapter 294 RSA.

Accordingly, upon the enactment of chapter 143 of the Laws of 1953, the Page Belting Company, and similar corporations, being "in all respects as if said corporation were organized under the provisions" of said chapter come

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within the definition "formed under the provisions of this chapter" and there is no distinction between the power of such corporations and corporations originally organized under the business corporation law with respect to their powers under RSA 294:28 to acquire and hold their own shares.

Very truly yours,

George F. Nelson
Assistant Attorney General

GFN:L